

Hunter T. Carter
ARENT FOX LLP
1675 Broadway
New York, New York 10019
(212) 484-3900

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

vs.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-1789 (BRL)

SIPA Litigation

(Substantively Consolidated)

-----X

IN RE:

BERNARD L. MADOFF,

Defendant.

-----X

**VERIFIED STATEMENT OF ARENT FOX LLP PURSUANT
TO RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

HUNTER T. CARTER verifies as follows:

1. I am a member of the law firm Arent Fox LLP ("Arent Fox") and am duly admitted to practice before the State Courts of the State of New York and Commonwealth of Virginia, the United States Courts of Appeals for the Second Circuit, Fourth Circuit and District of Columbia, as well as the United States District Courts for the Southern and Eastern Districts

of New York, the Eastern and Western Districts of Virginia, the District of Connecticut, the District of Columbia and the Eastern District of Wisconsin.

2. I hereby submit this verified statement on behalf of Arent Fox pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedures (as amended, the “Bankruptcy Rules”) as legal counsel in the above-referenced proceedings for the individuals and entities set forth herein.

3. Arent Fox was engaged as counsel by the individuals and entities set forth on Exhibit A, annexed hereto and incorporated by reference (collectively the “Clients”).

4. Arent Fox has been engaged as legal counsel separately by each of the Clients in connection with claims arising out of accounts and monies with Bernard L. Madoff Investment Securities LLC (“BLMIS”) and Bernard L. Madoff (“Madoff”) and/or claims alleging “clawback” of avoidable transfers. The names, addresses and claims of each of the Clients are listed on Exhibit A. Arent Fox’s representation of each of the Clients in the Madoff proceedings is limited to their individual interests and claims against BLMIS and/or Madoff and/or defenses related to claims made by or on behalf of BLMIS and/or Madoff.

5. None of the Clients has formed or is part of a committee to represent the interests of any party. Arent Fox has been engaged by each of the Clients solely as legal counsel and not as attorney-in-fact.

6. Arent Fox does not currently represent any other holder of a claim against or interest in BLMIS.

7. Each of the Clients is the original holder of any claim made by them (i.e., has not acquired a claim from another person or party).

8. Arent Fox is not aware of any claim it holds against BLMIS or Madoff.

9. Arent Fox reserves the right to modify, revise, and supplement this statement to reflect any changes hereto.

Dated: New York, New York
May 31, 2011

ARENT FOX LLP

By: /s/ Hunter T. Carter
Hunter T. Carter
1675 Broadway
New York, New York 10019
(212) 484-3900

EXHIBIT A

SIPC Claim No. 12105

Charles and Rhoda Steiner 1999 Charitable Remainder Trust
c/o Arent Fox LLP¹
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 6250

1000 Connecticut Avenue Associates, LLC
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 6248

1700 K Street Associates, LLC
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Adv. Pro. No. 10-5027

1776 K Street Associates Limited Partnership
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Bernard Gewirz
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Edward H. Kaplan
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

¹ Due to privacy concerns, the addresses of the Parties are not included but will be provided upon request of the Trustee or Court.

Estate of Robert H. Smith
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Robert H. Smith Revocable Trust
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Clarice R. Smith, as personal representative and trustee
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Clarice R. Smith
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Robert P. Kogod, as personal representative
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 6247
1919 M Street Associates Limited Partnership
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 006241
4000 Massachusetts Avenue Partners, LLC
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 006229

The Charles I. and Mary Kaplan Foundation
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 11099

Downtown Investors Limited Partnership
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Adv. Pro. No. 10-4976

Eleven Eighteen Limited Partnership
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Bernard Gewirz
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Carl Gewirz
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Edward H. Kaplan
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Jerome Kaplan
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Albert Small
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 6169

JAK Investments Limited Partnership
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

SIPC Claim No. 5703

Jerome A. and Deena L. Kaplan Family Foundation, Inc.
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Adv. Case. No. 10-4865

Marjet, LLC
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Edward H. Kaplan
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Irene Kaplan
c/o Arent Fox LLP
1050 Connecticut Avenue NW
Washington DC 20036
Claim Amount/Account Number:

Adv. Case No. 10-04288

Sanford Guritzky, individually and as general partner of Guritzky Family Partnership, LP
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Brenda Guritzky, individually and as general partner of the Guritzky Family Partnership, LP and
in her capacity as trustee of Trust 'B' U/W of George H. Hurwitz
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Trust 'B' U/W of George H. Hurwitz
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Guritzky Family Partnership, LP
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Adv. Case No. 10-04316

Dana Guritzky Mandelbaum
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Adv. Case No. 10-04318

Ronald Guritzky, MD
c/o Arent Fox LLP
1675 Broadway
New York, New York 10019
Claim Amount/Account Number:

Adv. Case No. 10-5280

Estate of Katharine Thalberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Brooke Anderson, in her representative capacity as personal representative of the Estate of
Katharine Thalberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Adv. Case No. 10-4998

Estate of Hermen Greenberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

C. Richard Beyda, in his capacity as personal representative of the Estate of Hermen Greenberg
and in his capacity as trustee of the trusts for the benefit of Monica Greenberg, M.G., C.W., and
M.W.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

John Schofield, in his capacity as personal representative of the Estate of Hermen Greenberg and
in his capacity as trustee of the trusts for the benefit of Monica Greenberg, M.G., C.W., and
M.W.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Lee G. Kirstein, in his capacity as personal representative of the Estate of Hermen Greenberg
and in his capacity as trustee of the trusts for the benefit of Monica Greenberg, M.G., C.W., and
M.W.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Monica Greenberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Sherri I. Waddell
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Richard N. Greenberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Aleco J. Greenberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Qualified Terminable Interest Property Trust for the Benefit of Monica Greenberg
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Trust for the Benefit of M.G.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Trust for the Benefit of C.W.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Trust for the Benefit of M.W.
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Robert Powell
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Vicki Shannon
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Delores Ross
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

Theus Griggs
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

William Powell
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

M.G., a minor
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

C.W., a minor
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number:

M.W., a minor
c/o Arent Fox LLP
1050 Connecticut Avenue, NW
Washington, DC 20036
Claim Amount/Account Number: